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RECORDATION NO. *8838*

December 17, 1992 1 8 1992 4 55 PM

INTERSTATE COMMERCE COMMISSION

VIA FEDERAL EXPRESS

2-353A030

Mr. Sidney L. Strickland, Jr.  
Secretary  
Interstate Commerce Commission  
Room 2303  
12th and Constitution N.W.  
Washington, D.C. 20423

Attention: Mrs. Mildred R. Lee/DOCUMENTS FOR RECORDATION

Re: Recordation No. 8838

Dear Mr. Strickland:

I am an attorney representing a party to the enclosed document.

I have enclosed three (3) originals of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the United States Code and the regulations adopted thereto.

The document is a secondary document. The document is a Termination of Lease, a secondary document, dated August 20, 1992.

The primary document to which this is connected is filed with the Commission under Recordation No. 8838.

The names and addresses of the parties to this agreement are as follows:

Mr. Sidney L. Strickland, Jr.

December 17, 1992

Lessor: Nationsbanc Leasing Corporation of North  
Carolina  
formerly known as  
NCNB Leasing Corporation  
2059 Northlake Parkway  
Tucker, GA 30084

Lessee: GE Capital Railcar Associates, Inc.  
33 West Monroe Street  
Chicago, IL 60603

A description of the equipment covered by the document is  
as follows:

The 98 remaining 50-foot 70-ton Plate C XM boxcars  
manufactured in 1977 by Pullman Standerd bearing reporting  
marks and numbers in series:

CCR 6050-6149 (inclusive)

Being all of the equipment described in the Master Lease  
filed under Recordation No. 8838-A.

A fee of \$16.00 is enclosed. Please return the original  
and extra copies not needed by the Commission for recordation  
and the enclosed copy of this letter, each stamped with your  
recordation number to:

Richard Demarest Yant  
Seyfarth, Shaw, Fairweather & Geraldson  
Suite 4200  
55 East Monroe Street  
Chicago, Illinois 60603

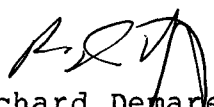
A short summary of the document to appear in the index  
follows:

Termination of Lease relating to Master Lease filed under  
Recordation No. 8838-A.

Very truly yours,

SEYFARTH, SHAW, FAIRWEATHER & GERALDSON

By

  
Richard Demarest Yant

RDY/mkl  
Enc.

Termination of Lease

The undersigned, being the successor parties to the Master Lease dated as of July 18, 1977, as amended (the "Lease"), which was filed with the Interstate Commerce Commission under Recordation No. 8838-A acknowledge and agree that the Lease has expired and the parties have not exercised any option to extend the lease term or convey the equipment described therein to the lessee thereunder.

Dated: August 20, 1992

DEC 18 1992 4 55 PM

NATIONSBANC LEASING CORPORATION  
OF NORTH CAROLINA,  
formerly known as  
NCNB Leasing Corporation

INTERSTATE COMMERCE COMMISSION

By: Ernest G. Duke  
Name: Ernest G. Duke  
Title: Vice President

STATE OF Georgia )  
COUNTY OF DeKalb ) SS

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of August, 1992 by Ernest G. Duke, the Vice President of the NATIONSBANC LEASING CORPORATION OF NORTH CAROLINA on behalf of said corporation.

P. Wesley Young III  
Notary Public

Seal

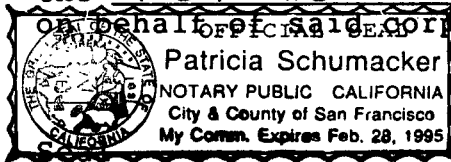
My Commission Expires:  
Notary Public, Gwinnett County, Georgia  
My Commission Expires May 31, 1993

ITEL RAIL CORPORATION

By: Robert Kiehnle  
Name: ROBERT KIEHNLE  
Title: VICE PRESIDENT & TREASURER

STATE OF CALIFORNIA )  
 ) SS  
COUNTY OF SAN FRANCISCO )

The foregoing instrument was acknowledged before me  
this 1<sup>st</sup> day of ~~August~~ <sup>SEPTEMBER</sup>, 1992 by ROBERT C. KIEHNLE,  
the VICE PRESIDENT & TREASURER of the ITEL RAIL CORPORATION  
on behalf of said corporation.



patricia schumacker  
Notary Public

My Commission Expires:

FEBRUARY 28, 1995

GE CAPITAL RAILCAR  
ASSOCIATES, INC.

By: Winston I. Lowe

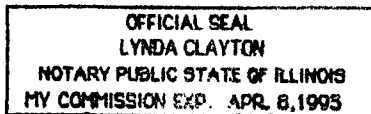
Name: Winston I. Lowe

Title: Sr. Vice President, General Counsel,  
& Secretary

STATE OF ILLINOIS                    )  
  )    SS  
COUNTY OF COOK                    )

The foregoing instrument was acknowledged before me  
this 16th day of December, 1992 by Winston I. Lowe,  
the Sr. V. Pres., Gen. Counsel, & Secy. of the GE CAPITAL RAILCAR  
ASSOCIATES, INC. on behalf of said corporation.

Seal



Lynda Clayton  
Notary Public

My Commission Expires:

April 8, 1993